1135856

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### FORM D

## NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D,

OMB APPROVAL						
OMB Num	ber:	323	35-0076	j		
Expires: Estimated	May	31,2	800			
Estimated	avera	ge bur	den	•		
hours per i	respon	ise	16.00	)		
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SECTION 4(6), AND/OR SEC Mail Processing
Section
UNIFORM LIMITED OFFERING EXEMPTION
MAY 2 7 2008

Washington, DC

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110
Name of Offering (  check if this is an amendment and name has changed, and indicate change.)
Flexible Premium Variable Universal Group Life Insurance Policy-PPL1662
Filing Under (Check b ox(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)
Type of Filing: New Filing Amendment
A. BASIC IDENTIFICATION DATA
1. Enter the information requested about the issuer
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)  08047908
Nationwide Private Placement Variable Account
Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)
One Nationwide Plaza, Columbus, OH 43215 (614) 249-7111
Address of Principal Business Operations Code) (if different from Executive Offices) (Number and Street, City, State, Zip Telephone Number (Including Area Code)
Brief Description of Business
Variable Insurance Products
Type of Business Organization PROCESSED
corporation limited partnership, already formed other (please specify)
Type of Business Organization  Corporation   limited partnership, already formed   limited partnership, already formed   limited partnership, to be formed   limited partnership, already formed   lim
Year Actual or Estimated Date of Incorporation or Organization Month Year THOMSON REUTERS
[05] [98] Actual Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:  CN for Canada; FN for other foreign jurisdiction) [O] [H]

#### **GENERAL INSTRUCTIONS:**

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTE	NTION
	a loss of the federal exemption. Conversely, failure to file the le state exemption unless such exemption is predictated on the
Persons who respond to the collection of information contained in t currently valid OMB control number.	his form are not required to respond unless the form displays a
A. BASIC IDENTI	IFICATION DATA
of equity securities of the issuer.	dispose, or direct the vote or disposition of, 10% or more of a class uers and of corporate general and managing partners of partnership
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Alutto, Joseph A.	
Business or Residence Address (Number and Street, City, State, Zi One Nationwide Plaza, Columbus, OH 43215	p Code)
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Brocksmith, Jr. James G.	
Business or Residence Address (Number and Street, City, State, Zi One Nationwide Plaza, Columbus, OH 43215	p Code)
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Eckel, Keith W.	
Business or Residence Address (Number and Street, City, State, Zi One Nationwide Plaza, Columbus, OH 43215	p Code)
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual)	

Mille de Lombera, Martha J.

One Nationwide Plaza, Columbus, OH 43215

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply:   Promoter   Beneficial Owner   Executive Officer   Director   General and/or Managing Partner  Full Name (Last name first, if individual) Jurgensen, W.G.  Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215  Check Box(es) that Apply:   Promoter   Beneficial Owner   Executive Officer   Director   General and/or Managing Partner  Full Name (Last name first, if individual) Manhall, Lydia M.  Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215  Check Box(es) that Apply:   Promoter   Beneficial Owner   Executive Officer   Director   General and/or Managing Partner  Full Name (Last name first, if individual) Miller, David O.  Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215  (Use blank shect, or copy and use additional copies of this sheet, as necessary)    Name (Last name first, if individual) Answer also in Appendix, Column 2, if filing under ULOE.   Shop, Managing Partner    Name (Last name first, if individual)						
Business or Residence Address (Number and Street, City, State, Zip Code)  Check Box(es) that Apply:	Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Office	r 🛮 Director	
One Nationwide Plaza, Columbus, OH 43215  Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  Managing Partner  Full Name (Last name first, if individual)  Marshall, Lydia M.  Business or Residence Address (Number and Street, City, State, Zip Code)  One Nationwide Plaza, Columbus, OH 43215  Check Box(es) that Apply:  Promoter  Beneficial Owner  Executive Officer  Director  General and/or  Managing Partner  Full Name (Last name first, if individual)  Miller, David O.  Business or Residence Address (Number and Street, City, State, Zip Code)  One Nationwide Plaza, Columbus, OH 43215  (Use blank sheet, or copy and use additional copies of this sheet, as necessary)  B. INFORNIATION ABOUT OFFERING  1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Yes No  Answer also in Appendix, Column 2, if filing under ULOE.  100,000  2. What is the minimum investment that will be accepted from any individual?  Yes No  100,000  3. Does the offering permit joint ownership of a single unit?  Yes No  100,000  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of Securities in the Offering. If a person to be listed are associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons or selection of a broker or dealer. If more than five (5) persons to be listed are associated persons or dealer generated with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons or generated persons or dealer generated broker or dealer. If more than five (5) persons to be listed are associated persons or generated broker or dealer. Milliand Milliand Milliand Milliand Milliand Millia		t, if individual)			<u>-</u>	
Full Name (Last name first, if individual) Marshall, Lydia M.    Susiness or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215				Code)	•	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215  Check Box(es) that Apply:	Check Box(es) that Applys	: Promoter	Beneficial Owner	Executive Office	r Director	
One Nationwide Plaza, Columbus, OH 43215  Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Officer Officer Amanaging Partner  Full Name (Last name first, if individual)  Miller, David O.  Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215  (Use blank sheet, or copy and use additional copies of this sheet, as necessary)    R. INFORMATION ABOUT OFFERING   Partner   Property		t, if individual)	,		•	
Full Name (Last name first, if individual)  Miller, David O.  Business or Residence Address (Number and Street, City, State, Zip Code)  One Nationwide Plaza, Columbus, OH 43215  (Use blank sheet, or copy and use additional copies of this sheet, as necessary)    R. INFORMATION ABOUT OFFERING				Code)		
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215  (Use blank sheet, or copy and use additional copies of this sheet, as necessary)  B. INFORMATION ABOUT OFFERING  1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	Check Box(es) that Apply	: Promoter	Beneficial Owner	Executive Office	r 🛛 Director	
(Use blank sheet, or copy and use additional copies of this sheet, as necessary)    B. INFORMATION ABOUT OFFERING	,	t, if individual)				
B. INFORMATION ABOUT OFFERING				Code)		
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?		(Use blank shee	t, or copy and use additi	onal copies of this she	et, as necessary)	
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	<u></u>	<del></del>	R INFORMATION	ABOUT OFFERING	<del></del>	
Answer also in Appendix, Column 2, if filing under ULOE.  2. What is the minimum investment that will be accepted from any individual?  3. Does the offering permit joint ownership of a single unit?  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual) Queally, Francis  Business or Residence Address (Number and Street, City, State, Zip Code)  520 Lake Cook Rd, Ste 520, Deerfield, IL 60015  Name of Associated Broker or Dealer  M Holdings Securities  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)				· · –		
2. What is the minimum investment that will be accepted from any individual?	1. Has the issuer sold	, or does the issi				
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Queally, Francis  Business or Residence Address (Number and Street, City, State, Zip Code)  520 Lake Cook Rd, Ste 520, Deerfield, IL 60015  Name of Associated Broker or Dealer  M Holdings Securities  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)			hat will be accepted f	rom any individual?	'	\$100,000
indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Queally, Francis  Business or Residence Address (Number and Street, City, State, Zip Code)  520 Lake Cook Rd, Ste 520, Deerfield, IL 60015  Name of Associated Broker or Dealer  M Holdings Securities  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)	3. Does the offering p	sermit joint own	ersnip of a single uni	17		Yes No
sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Queally, Francis  Business or Residence Address (Number and Street, City, State, Zip Code)  520 Lake Cook Rd, Ste 520, Deerfield, IL 60015  Name of Associated Broker or Dealer  M Holdings Securities  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)						ctly or
or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual) Queally, Francis Business or Residence Address (Number and Street, City, State, Zip Code) 520 Lake Cook Rd, Ste 520, Deerfield, IL 60015  Name of Associated Broker or Dealer M Holdings Securities States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)						
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Queally, Francis   Business or Residence Address (Number and Street, City, State, Zip Code)   520 Lake Cook Rd, Ste 520, Deerfield, IL 60015   Name of Associated Broker or Dealer   M Holdings Securities   States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States).   AL AK AZ AR CA CO CT DE DC FL GA HI ID   IL IN IA KS KY LA ME MD MA MI MN MS MO   MT NE NV NH NJ NM NY NC ND OH OK OR PA				sons of such a broke	er of dealer, you	a may set
Business or Residence Address (Number and Street, City, State, Zip Code) 520 Lake Cook Rd, Ste 520, Deerfield, IL 60015  Name of Associated Broker or Dealer M Holdings Securities States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	,	t, if individual)				
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Business o	r Residenc	e Address	(Number ar	nd Street, C	City, State,	Zip Code)						
Name of A	ssociated	Broker or [	Dealer			<u></u> .					<del></del>	
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	Check "All	States" or	check indi	vidual Stat	es)		·····				L_All Sta	ates
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(use blank sheet, or copy and use additional copies of this sheet, as necessary.)

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter .0. if the answer is .none. or .zero.. If the transaction is an

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$	\$
Equity	\$	\$
Common Preferred	_	_
Convertible Securities (including warrants)	\$	\$
Partnership Interests	\$	\$
Other (Specify: Variable Life Insurance Policy)	\$26,993,471	\$14,494,559
Total	\$26,993,471	\$14,494,559
Answer also in Appendix, Column 3, if filing under ULOE.	,,	
Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
	Number Investors	Aggregate Dollar Amount Of Purchases
Accredited Investors.	1	\$14,494,559
Non-accredited Investors.		\$
Total (for filings under Rule 504 only)	1	\$14,494,559
If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C. Question 1.	Type of	Dollar Amount
Type of Offering	Security	Sold
Rule 505	ocourt,	\$
Regulation A		\$
Rule 504		\$
Total		\$
a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not know, furnish an estimate and check the box to the left of the estimate.		
Transfer Agent's Fees	П	S
Printing and Engraving Costs	Ħ	\$
Legal Fees	Ħ	\$
Accounting Fees	H	\$
Engineering Fees	Ħ	\$
Sales Commissions (specify finder's fees separately)	H	\$797,201
Other Expenses (identify)		\$

5.	or proposed to be use any purpose is not kr of the estimate. The	nount of the adjusted gross proceed to the issuer used and for each of the purposes show. If the amount for nown, furnish an estimate and check the box to the left total of the payments listed must equal the adjusted issuer set fort in response to Part C – Question 4.b.		-
	above.		Payments to Officers, Directors, & Affiliates	Payments to Others
			□s	<u></u>
		tateleasing and installation of machinery	\$	∐\$
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	Construction or lea	ising of plant buildings and facilities	<b>S</b>	
	involved in this of	er businesses (including the value of securities fering that may be used in exchange for the assets	<u></u> \$	<b>\$</b>
		other issuer pursuant to a merger)	□s	<b>□</b> \$
			s	
	Other (specify):	·	<b></b> \$	
	-A		s	<u></u> \$
	Column Totals			<b>\$</b>
	Total Payments Li	sted (column totals added)	<b>□</b> \$	
		D. FEDERAL SIGNATURE		
The issuer ha	as duly caused this n	otice to be signed by the undersigned duly authorize	ed person. If this	notice
is filed unde U.S. Securit	r Rule 505, the followies and Exchange Co	owing signature constitutes an undertaking by the ommission, upon written request of its staff, the in nvestor pursuant to paragraph (b)(2) of Rule 502.	issuer to furnish	to the
Issuer (Print Nationwide Variable Acc	Private Placement	april Van Denst	5/22/08	
Name of Sig April VanDe	ner (Print or Type) ervort	Title of Signer (Print or Type) Associate Vice President		

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

			E. STATE SIGNATURE		
1.			CFR 230.262 presently subject to any of the visions of such rule?	Yes	No 
		See Appendi	ix, Column 5, for state response.		
2.			by undertakes to furnish to any state administrator (CFR 239.500) at such times as required by state		ch this notice is
3.		rsigned issuer here by the issuer to of	by undertakes to furnish to the state administrator ferees.	s, upon written requ	est, information
4.	to the Un	iform limited Offer claiming the avail	esents that the issuer is familiar with the condition ring Exemption (ULOE) of the state in which this ability of this exemption has the burden of establi	notice is filed and u	inderstands that
		notification and kno ned duly authorized	ows the contents to be true and has duly caused to person.	his notice to be sign	ned on
Nation	(Print or Type) wide Private Pla ble Account	cement Signa	mil Van Deur	5/22/08	
	of Signer (Print o VanDervort		of Signer (Print or Type) ciate Vice President		
every r	ne name and title on notice on Form D		sentative under his signature for the state portion y signed. Any copies not manually signed mu ed signatures.		
			APPENDIX		
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				A	PPENDIX								
1		2	3	3 4		4							
	to nor	nded to sell n-accredited tors in State B-ltem 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	ту	Type of investor and amount purchased in State (Part C-Item2)								
State	Yes	No	7-2	Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes .	No				
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		stors in t t B-Iten		offering price offered in state (Part C-Item I)	Type of investor and amount purchased in State (Part C-Item2)					E (if yes, tach lation of granted) E-Item 1)
State	Yes	N	0		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
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